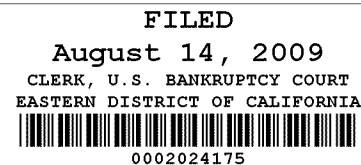


UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF CALIFORNIA



In re PRIDE TRANSPORTATION, INC.

Case No. 09-16328-B-11

Debtor(s).

AMENDMENT COVER SHEET

Amendment(s) to the following petition, list(s), schedule(s), or statement(s) are attached hereto:

- | | |
|---|--|
| <input type="checkbox"/> Petition | <input checked="" type="checkbox"/> Statement of Financial Affairs |
| <input checked="" type="checkbox"/> Creditor Matrix | <input type="checkbox"/> Statement of Intention |
| <input type="checkbox"/> List of 20 Largest Unsecured Creditors | <input type="checkbox"/> List of Equity Security Holders |
| <input checked="" type="checkbox"/> Schedules (check appropriate boxes). See <i>Instruction #4 below</i> . | |
| <input type="checkbox"/> A <input checked="" type="checkbox"/> B <input type="checkbox"/> C <input checked="" type="checkbox"/> D <input type="checkbox"/> E <input checked="" type="checkbox"/> F <input checked="" type="checkbox"/> G <input type="checkbox"/> H <input type="checkbox"/> I <input type="checkbox"/> J | |
| <input checked="" type="checkbox"/> Summary of Schedules (includes Statistical Summary of Certain Liabilities and Related Data) | |
| REQUIRED IF AMENDING SCHEDULE(S) A, B, D, E, F, I, OR J. | |

Purpose of amendment (check one):

- ☒ To add pre-petition creditors, change amounts owed or classification of debt (\$26.00 fee required, provided the bankruptcy judge may, for good cause, waive the charge in any case.) **NOTE:** Lists, schedules and statements that add or change more than 10 creditors should be accompanied by an amended matrix listing only the creditors added or changed.
- ☐ No pre-petition creditors were added, or amounts owed or classifications of debt changed.

NOTICE OF AMENDMENT TO AFFECTED PARTIES

Pursuant to Federal Rule of Bankruptcy Procedure 1009(a), I certify that notice of the filing of the amendment(s) checked above has been given this date to the Trustee in this case, and to any and all entities affected by the amendment, together with a copy of the notice of meeting of creditors, the discharge (if one has been entered), a subsequent notice to file claims (if one has been issued), and any other document affecting the rights of the added creditors. **(NOTE:** Proof of service, indicating that service has been made, must be filed with the Court.)

Dated: 08/12 /09

Attorney's [or Pro Se Debtor's] Signature:

Printed Name:

Mailing Address:

/s/T. SCOTT BELDEN

T. SCOTT BELDEN

4550 California Ave, 2nd Floor
Bakersfield CA 93309

DECLARATION BY DEBTOR

I(We), the undersigned debtor(s), hereby declare under penalty of perjury that the information set forth in the amendment(s) attached hereto, consisting of 64 pages, is true and correct to the best of my(our) information and belief.

Dated: 08/12 /09

/s/ JAMES KILGORE

Debtor's Signature

Dated:

Joint Debtor's Signature

INSTRUCTIONS

- Use this cover sheet **ONLY** when filing amended petitions, lists, schedules and statements. **Do not use an amendment cover sheet when submitting amended plans or amendments to plans.**
- Include the word "Amended" in the title of each amended document.
- Amendments to property schedules (A and B), creditor schedules (D, E, and F), or income/expenses schedules (I and J) must be accompanied by an amended Summary of Schedules. Updates to the schedule totals will not be made unless the summary is filed.
- Amendments to add creditors or change their names/addresses must consist of the amended schedule(s) with a notation to the right of the creditor entry of "A" if the creditor is being added or "C" if it is being changed. **Failure to include "A" and "C" notations on amended schedules may result in duplicate or multiple listings on master mailing lists.**
- Amendments which add or change more than 10 creditors must be accompanied by a separately filed amended matrix containing **ONLY** the additions/changes so that the creditors may be downloaded into the case. The matrix must not contain the "A" or "C" notations.
- When e-Filing an amended matrix, you must submit two separate files: a PDF file containing the amendment cover sheet for the matrix, and a text file containing the creditors in the standard master address list format. These two files must be uploaded together.
- Federal Rule of Bankruptcy Procedure 1009 requires the debtor to give notice of an amendment to the trustee and to any entity affected thereby. **Notice of the amendment WILL NOT be given by the Clerk's Office.** To comply with this requirement, the debtor's attorney or Pro Se debtor must give notice to the trustee and any entity affected by the amendment by serving all previous court notices including, but not limited to, the notice of meeting of creditors, discharge of debtor, etc. A proof of service, indicating that service has been made, must be filed with the court.
- Checks and money orders should be payable to "Clerk, U.S. Bankruptcy Court." **(NOTE: No personal checks will be accepted.)**

B of A Platinum
Platinum Business Visa
PO Box 15710
Wilmington DE 19886

HCC Surety Group
601 S. Figueroa St., Ste 1600
Los Angeles CA 90017-5721

AMENDED

United States Bankruptcy Court
Eastern District of California

In re **PRIDE TRANSPORTATION, INC.**

Debtor

Case No. **09-16328-B-11**Chapter **11**

SUMMARY OF SCHEDULES

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	Yes	1	0.00		
B - Personal Property	Yes	9	4,966,684.32 CORRECTED		
C - Property Claimed as Exempt	Yes	1			
D - Creditors Holding Secured Claims	Yes	12		2,067,065.45 CORRECTED	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	Yes	3		25,383.16	
F - Creditors Holding Unsecured Nonpriority Claims	Yes	14		442,635.01 CORRECTED	
G - Executory Contracts and Unexpired Leases	Yes	4			
H - Codebtors	Yes	6			
I - Current Income of Individual Debtor(s)	Yes	1			0.00
J - Current Expenditures of Individual Debtor(s)	Yes	1			0.00
Total Number of Sheets of ALL Schedules		52			
Total Assets			4,966,684.32 CORRECTED		
Total Liabilities				2,535,083.62 CORRECTED	

United States Bankruptcy Court
Eastern District of California

In re **PRIDE TRANSPORTATION, INC.**

Debtor

Case No. **09-16328-B-11**Chapter **11**

STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

- ☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

This information is for statistical purposes only under 28 U.S.C. § 159.

Summarize the following types of liabilities, as reported in the Schedules, and total them.

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

State the following:

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20)	

State the following:

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand		Petty Cash located at Pride Transportation, Stillwater OK	-	250.00
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		Bank of the Sierra 8500 Ming Avenue Bakersfield CA 93311	-	35,694.04
		Checking Account No *****5370 Balance:\$35,430.37		
		Savings Account No *****1930 Balance:\$263.67		
		People's Bank 76 N. Nickerson PO Box 7 Nickerson KS 67561	-	808.99
		Checking Account No **2433		
3. Security deposits with public utilities, telephone companies, landlords, and others.		Security Deposit on Worker's Comp Insurance Policy Arrowhead General Insurance Co 2365 Northside Dr., Suite 450 San Diego CA 92108	-	9,448.00
		Security Deposit with TCH Tab 63 PO Box 150310 Ogden UT 84415	-	35,000.00
		Deposit required by the State of Pennsylvania for Hazardous Waste Permits Certificate of Deposit held at People's Bank 76 N. Nickerson PO Box 7 Nickerson KS 67561	-	10,000.00

Sub-Total > **91,201.03**
(Total of this page)

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
4. Household goods and furnishings, including audio, video, and computer equipment.	X			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	X			
6. Wearing apparel.	X			
7. Furs and jewelry.	X			
8. Firearms and sports, photographic, and other hobby equipment.	X			
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	X			
10. Annuities. Itemize and name each issuer.	X			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	X			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	X			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	X			
14. Interests in partnerships or joint ventures. Itemize.	X			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	X			
16. Accounts receivable.		Accounts Receivable- CORRECTED	-	652,111.26

Sub-Total > **652,111.26**
(Total of this page)

Sheet 1 of 8 continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	X			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.		Note Payable-Kilgore Properties -ADDED	-	20,206.89
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	X			
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	X			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	X			
22. Patents, copyrights, and other intellectual property. Give particulars.	X			
23. Licenses, franchises, and other general intangibles. Give particulars.	X			
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	X			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		(5) 2007 Vanguard Dry Van Trailers Last Four Vin No: 2708, 2709, 1061, 1059, 2710	-	75,000.00
		(3) 2007 Reitnouer 48' MaxLite Aluminum Flatbed Trailers Last Four Vin No: 8893, 8894, 8895	-	90,000.00

Sub-Total > **185,206.89**
(Total of this page)

Sheet **2** of **8** continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		(2) 2007 Reitnouer 48' MaxLite Aluminum Flatbed Trailers Last Four Vin No: 8757, 8758	-	68,263.14
		(6) 2004 Reitnouer 48'X102' Flatbed Trailer Last Four Vin No: 0135, 0153, 0157, 0261, 0265, 0287	-	114,000.00
		(5) 2007 Vanguard Dry Van Trailers Last Four Vin No: 2711, 2712, 1060, 2716, 2715	-	108,795.00
		(4) 2007 Vanguard National Dry Van Trailers Last Four Vin No: 6757, 6758, 6759, 6760	-	86,868.00
		(1) 2001 45 ft. Fontaine Trailer Last Four VIN No: 7875	-	24,000.00
		(3) 2007 Vanguard National 53 ft. Trailers Last Four VIN No: 2974, 2963, 2963	-	61,560.00
		(1) 2006 Vanguard Dry Van Trailer Last Four VIN No: 4469	-	20,089.00
		(2) Vanguard National Dry Van Trailers Last Four VIN No: 1055, 1056	-	46,000.00
		(1) 2001 Transcraft 45 ft Flatbed Trailer Last Four VIN: 6487	-	21,500.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 8911	-	70,000.00
		(1) 2005 Peterbilt Model 379 Last Four VIN No: 6267	-	65,000.00
		(1) 2001 Wilson CFD-900 48 ft Drop Deck Trailer Last Four VIN No: 5984 Market Value: \$18,000	-	25,500.00
		(1) 2001 Big Tex Hot Shot Trailer Last Four VIN No.: 7502 Debtor's Unit No: 9110 Market Value: \$2,500		
		(1) 1997 Grtad 48 Ft Trailer Last Four VIN No: 0803 Market Value: \$5,000		

Sub-Total > **711,575.14**
(Total of this page)

Sheet 3 of 8 continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		(2) 2007 Vanguard Trailers Last Four VIN No: 7520, 7524	-	30,000.00
		(3) 2007 Vanguard Dry Van Trailers Last Four VIN No: 6754, 6755, 6756	-	45,000.00
		(1) 2006 Peterbilt Tractor, Model 379 Last Four VIN No: 6360	-	70,000.00
		(1) 2005 Peterbilt Tractor, Model 379 Last Four VIN No: 4510	-	65,000.00
		(1) 2006 Peterbilt Tractor, Model 379 Last Four VIN No: 7145	-	70,000.00
		(2) 2007 Vanguard Dry Van 53 ft Last Four VIN No: 1057, 1058	-	30,000.00
		(1) 2006 Wilson 48X102 Spread Air Combo Dropdeck Trailer Last Four VIN No: 1251	-	25,000.00
		(1) 2006 Peterbilt Model 379 Last Four Vin No: 2668	-	65,000.00
		(6) 2004 Reitnouer FB 48X102 Sperad Air Trailers Last Four VIN No: 0117, 0118, 0122, 0130, 0134	-	114,000.00
		(1) 2005 Peterbilt Model 379 Last Four VIN No: 0289	-	65,000.00
		(3) 2000 Reitnouer Aluminum Flatbed Trailers Last Four VIN No: 5714, 5734, 5777	-	36,000.00
		(3) 2007 Vanguard 53 ft Dry Van Trailers Last Four VIN No: 0837, 0838, 0839	-	45,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7581	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7580	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7579	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7578	-	85,000.00

Sub-Total > **1,000,000.00**
(Total of this page)

Sheet 4 of 8 continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7577	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7576	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7575	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7574	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7573	-	85,000.00
		(1) 2008 Peterbilt Model 386 Last Four VIN No: 7572	-	85,000.00
		(1) 2006 Peterbilt Model 379 63 Sleeper Last Four VIN No: 3927	-	70,000.00
		(1) 2007 Peterbilt Model 386-63 Sleeper Last Four VIN No: 1886	-	75,000.00
		(1) 2007 Peterbilt Model 386 Last Four VIN No: 1885	-	75,000.00
		(1) 2007 Peterbilt Model 386 Last Four VIN No: 1887	-	75,000.00
		(1) 2007 Peterbilt Model 386 Last Four VIN No: 1888	-	75,000.00
		(1) 1999 Reitnour 48 ft Trailer Last Four VIN No: 5373	-	10,000.00
		(3) 2006 Vanguard Dry Van 53 Ft Trailers Last Four VIN No: 4465, 4466, 4467	-	36,000.00
		(2) 2007 Vanguard Trailers Last Four VIN No: 1053, 1054	-	30,000.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 3245	-	70,000.00
		(1) 2007 Reitnour 48 ft Trailer Last Four VIN No: 8892	-	30,000.00

Sub-Total > **1,056,000.00**
(Total of this page)

Sheet 5 of 8 continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		(1) 2007 Reitnouer Maxlite Trailer Last Four VIN No: 8899	-	30,000.00
		(3) 2007 Vanguard Dry Van Trailers Last Four VIN No: 6751, 6752, 6753	-	45,000.00
		(7) 2006 Vanguard Dry Van Trailers Last Four VIN No: 4458, 4459, 4460, 4461, 4463, 4464, 4468	-	101,500.00
		2001 GMC Pickup Truck Last Three VIN No: 697	-	3,000.00
		1979 Chevrolet Dump Truck Last Four VIN No: 2478	-	1,500.00
		(4) 2007 Vanguard Dry Van Trailers Last Four VIN No: 6757, 6758, 6759, 6760	-	60,000.00
		(1) 2001 Fontaine Trailer Last Four VIN No: 7825	-	20,000.00
		(3) 2005 Vanguard National 53 Ft. Trailers Last Four VIN No: 2974, 2963, 2962	-	40,500.00
		(1) 2006 Vanguard Dry Van Trailer Last Four VIN No: 4469	-	14,500.00
		(2) 2007 Vanguard Dry Van Trailers Last Four VIN No: 1055, 1056	-	30,000.00
		(1) 2005 Peterbilt Model 379 Last Four VIN No: 6267	-	65,000.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 8911	-	70,000.00
		(1) 2005 Peterbilt Model 379 Last Four VIN No: 6262	-	65,000.00
		(1) 1998 Ravens FB 48 Ft Trailer Last Four VIN No: 0681	-	10,000.00
		(1) 1997 Grttd 48 Ft Trailer Last Four VIN No: 0803	-	5,000.00
		(1) 1999 Benson 48 Ft. Trailer Last Four VIN No: 0904	-	10,000.00

Sub-Total > **571,000.00**
(Total of this page)

Sheet 6 of 8 continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
		(4) 2007 Vanguard Dry Van Trailers Last Four VIN No: 2711, 2712, 2715, 2716	-	60,000.00
		(1) 2001 Transcraft 45 Ft Trailer Last Four VIN No: 6487	-	18,000.00
		(1) 2001 Transcraft 53 ft. Trailer Last Four VIN No: 6563	-	14,500.00
		(2) 2007 Reitnouer 48 ft. Trailers Last Four VIN No: 8757, 8758	-	50,000.00
		(1) 2005 Doonan 48 ft. Tailer Last Four VIN No: 8268	-	24,000.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 3927	-	70,000.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 4086	-	70,000.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 6895	-	70,000.00
		(1) 2006 Peterbilt Model 379 Last Four VIN No: 3926	-	70,000.00
		2004 Alfa Motor Home Last Four VIN No: 5297	-	90,000.00
		2007 Chevrolet Silverado Truck Last Four VIN No: 3152	-	19,000.00
		2005 Chevrolet Colorado Truck Last Four VIN No: 9148	-	9,500.00
		2005 Chevrolet Colorado Truck Last Four VIN No: 2006	-	9,500.00
		2003 GMC Sierra 3500 Truck Last Three VIN No: 788	-	11,500.00
26. Boats, motors, and accessories.	X			
27. Aircraft and accessories.	X			
28. Office equipment, furnishings, and supplies.		Office Equipment, Furnishings and Supplies See Attached Exhibit "1"	-	18,385.00

Sub-Total > **604,385.00**
(Total of this page)

Sheet 7 of 8 continuation sheets attached
to the Schedule of Personal Property

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE B - PERSONAL PROPERTY
(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
29. Machinery, fixtures, equipment, and supplies used in business.		1983 Hyster Forklift Last Four VIN No: 2251D Debtor's UnitNo: 251D	-	3,000.00
		Yale Forklift Last Four VIN No: V095 Debtor's Unit No: 095	-	2,500.00
		2004 Mitsubishi Fork Lift Last Four VIN No: 0239	-	7,500.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
		(2) Thermo King Tripac Generators	-	6,000.00
30. Inventory.		Miscellaneous items including nuts, bolts, belts, truck parts	-	50,000.00
31. Animals.	X			
32. Crops - growing or harvested. Give particulars.	X			
33. Farming equipment and implements.	X			
34. Farm supplies, chemicals, and feed.	X			
35. Other personal property of any kind not already listed. Itemize.	X			

Sub-Total >	129,000.00
(Total of this page)	
Total >	5,000,479.32

Sheet **8** of **8** continuation sheets attached
to the Schedule of Personal Property

(Report also on Summary of Schedules)

EXHIBIT "1"
OFFICE EQUIPMENT

Bakersfield Office

Computers	9	\$	400.00	\$	3,600.00
Servers	2	\$	1,200.00	\$	2,400.00
Printers	9	\$	100.00	\$	900.00
Monitors	17	\$	125.00	\$	2,125.00
Copier/printer - leased	1			\$	-
Printer/Copier	1	\$	100.00	\$	100.00
Desks	10	\$	125.00	\$	1,250.00
Office Chairs	11	\$	50.00	\$	550.00
Chairs	2	\$	40.00	\$	80.00
Table & Chairs (4)	1	\$	150.00	\$	150.00
Filing Cabinets - 2 drawer	1	\$	80.00	\$	80.00
Filing Cabinets - 4 drawer	7	\$	150.00	\$	1,050.00
Armoire	2	\$	100.00	\$	200.00
Shelves	1	\$	50.00	\$	50.00
Safety Cabinet	1	\$	150.00	\$	150.00
Fax Machine	1	\$	100.00	\$	100.00
Small Refrig	1	\$	150.00	\$	150.00
Coffee Maker	1	\$	25.00	\$	25.00
Routers	2	\$	10.00	\$	20.00
Phone System	1	\$	400.00	\$	400.00
Telephones	10	\$	20.00	\$	200.00
Adding Machines	9	\$	10.00	\$	90.00

Oklahoma Office

Computer w/monitor	1	\$	600.00	\$	600.00
Wireless Router	1	\$	10.00	\$	10.00
Shelf/stand for computer tower	1	\$	25.00	\$	25.00
Office Chairs	2	\$	40.00	\$	80.00
Printer	1	\$	100.00	\$	100.00
Fax Machine	1	\$	100.00	\$	100.00
Desk	1	\$	125.00	\$	125.00
Microwave	1	\$	40.00	\$	40.00
Mini Fridge	1	\$	100.00	\$	100.00
Phones	2	\$	20.00	\$	40.00
Calculator	1	\$	10.00	\$	10.00

Kansas Office

Desks	4	\$	125.00	\$	500.00
Computers	4	\$	400.00	\$	1,600.00
Monitors	4	\$	125.00	\$	500.00
Filing Cabinets	2	\$	80.00	\$	160.00
Small Storage Cabinet	1	\$	75.00	\$	75.00
Printers	3	\$	100.00	\$	300.00
Copier Machine	1	\$	250.00	\$	250.00
Fax Machine	1	\$	100.00	\$	100.00

TOTAL \$ 18,385.00

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			3/31/2006					
Alliance Funding Group 2099 S. State College Anaheim, CA 92806	X	-	Purchase Money (1) 2006 Peterbilt Model 379 Last Four Vin No: 2688					
			Value \$ 65,000.00				55,000.00	0.00
Account No. x3029			3/08/2007					
American Lease Insurance Susquehanna Commercial Finance 654 Amherst Rd Sunderland, MA 01375	-		Purchase Money (2) 2007 Vanguard Trailers Last Four VIN No: 7520, 7524					
			Value \$ 30,000.00				37,000.00	7,000.00
Account No.			Vehicle Purchase Contract					
Bank of America P.O. Box 2284 Brea, CA 92822-2284	-		2004 Alfa Motor Home Last Four VIN No: 5297					
			Value \$ 90,000.00				141,600.00	51,600.00
Account No.			Bank of America PO Box 2284 Brea, CA 92822-2284					
Collecting for: Bank of America								
			Value \$					
Subtotal (Total of this page)							233,600.00	58,600.00

11 continuation sheets attached

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B I T O R	H U S B A N D , W I F E , J O I N T , O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxx6025			5/16/2006					
Bank of Sierra 4060 Coffee Road Bakersfield, CA 93309		"C"	UCC -1 Financing Statement Accounts Receivable- CORRECTED					
			Value \$ 652,111.26				500,891.26	0.00
Account No. 2416025001			10/5/2007					
Bank of the Sierra 8500 Ming Ave Bakersfield, CA 93311		X -	Purchase Money (6) 2004 Reitnouer FB 48X102 Sperad Air Trailers Last Four VIN No: 0117, 0118, 0122, 0130, 0134					
			Value \$ 114,000.00				87,000.00	0.00
Account No.			Bank of the Sierra P.O. Box 1930 Porterville, CA 93258					
Collecting for: Bank of the Sierra			Value \$					
Account No. xxx-xxxxxx6-001			4/11/2006					
Bank of the West 475 Sansome Street 19th Fl San Francisco, CA 94111		-	Purchase Money (1) 2005 Peterbilt Model 379 Last Four VIN No: 0289					
			Value \$ 65,000.00				55,000.00	0.00
Account No. 823622			7/01/2005					
Bank of the West-Trinity Division P.O. Box 4002 Concord, CA 94524		X -	Purchase Money (3) 2007 Vanguard Dry Van Trailers Last Four VIN No: 6754, 6755, 6756					
			Value \$ 45,000.00				48,000.00	3,000.00
Subtotal							690,891.26	3,000.00
(Total of this page)								

 Sheet **1** of **11** continuation sheets attached to
 Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E	D E B T O R	H U S B A N D / W I F E / J O I N T / C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.									
Collecting for: Bank of the West-Trinity Division				Bank of the West Trinity Division Attn: Ernie Knowles 475 Sansome Street, 19th Floor San Francisco, CA 94111					
				Value \$					
Account No.				1/15/2007					
BB&T Equipment 5130 Parkway Plaza Blvd Charlotte, NC 28217			X -	Purchase Money (3) 2007 Vanguard 53 ft Dry Van Trailers Last Four VIN No: 0837, 0838, 0839					
				Value \$ 45,000.00				44,400.00	0.00
Account No.				Vehicle Purchase Agreement					
Chase P.O. Box 78101 Phoenix, AZ 85062			X -	2003 GMC Sierra 3500 Truck Last Three VIN No: 788					
				Value \$ 11,500.00				6,000.00	0.00
Account No. 3685-001				12/20/2005					
Huntington National Bank "C" 105 E. 4th St. Cincinnati, OH 45202			X -	Purchase Money (7) 2006 Vanguard Dry Van Trailers Last Four VIN No: 4458, 4459, 4460, 4461, 4463, 4464, 4468					
				Value \$ 101,500.00				66,000.00	0.00
Account No.				American Lease Insurance					
Collecting for: Huntington National Bank				654 Amherst Rd Sunderland, MA 01375					
				Value \$					
Subtotal (Total of this page)								116,400.00	0.00

Sheet **2** of **12** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. 40174323			12/16/2005					
Irwin Commercial Finance P.O. Box 6214 Indianapolis, IN 46206	"C"	X -	Purchase Money (3) 2006 Vanguard Dry Van 53 Ft Trailers Last Four VIN No: 4465, 4466, 4467					
			Value \$ 36,000.00				28,000.00	0.00
Account No. xxxx4341			7/14/2006					
Irwin Commercial Finance 330 120th Ave NE, Ste 110 Bellevue, WA 98005		X -	Purchase Money (2) 2007 Vanguard Trailers Last Four VIN No: 1053, 1054					
			Value \$ 30,000.00				25,000.00	0.00
Account No.								
Collecting for: Irwin Commercial Finance			Great Western Leasing 14121 Valley Blvd Fontana, CA 92335					
			Value \$					
Account No. xxxxxx/xxx6043			2/14/2007					
Key Equipment Finance Inc 3075 Highland Pkwy, 7th Fl Downers Grove, IL 60515		X -	Purchase Money (1) 2007 Reitnouer 48 ft Trailer Last Four VIN No: 8892					
			Value \$ 30,000.00				19,000.00	0.00
Account No. xxxxxx/xxx7470			2/19/2007					
Key Equipment Finance Inc 3075 Highland Pkwy, 7th Fl Downers Grove, IL 60515		X -	Purchase Money (1) 2007 Reitnouer Maxlite Trailer Last Four VIN No: 8899					
			Value \$ 30,000.00				18,900.00	0.00
Subtotal							90,900.00	0.00
(Total of this page)								

Sheet **3** of **12** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R	H U S B A N D / W I F E / J O I N T / C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxx2513			9/20/2007					
Key Equipment Finance Inc 3075 Highland Pkwy, 7th Fl Downers Grove, IL 60515	-		Purchase Money (3) 2007 Vanguard Dry Van Trailers Last Four VIN No: 6751, 6752, 6753					
			Value \$ 45,000.00				51,000.00	6,000.00
Account No. 2858321214849			3/24/2006					
Key Equipment Finance Inc. P.O. Box 203901 Houston, TX 77216	X	-	Purchase Money (1) 2006 Peterbilt Model 379 Last Four VIN No: 3245					
			Value \$ 70,000.00				49,000.00	0.00
Account No.			Key Equipment Finance Inc 3075 Highland Pkwy, 7th Fl Downers Grove, IL 60515					
Collecting for: Key Equipment Finance Inc.			Value \$					
Account No. 109636-001			Purchase Money Security					
LCA Bank Corporation P.O. Box 1650 Troy, MI 48099	-		(2) Thermo King Tripac Generators					
			Value \$ 6,000.00				4,500.00	0.00
Account No. xxxxx6-002			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-		Value \$ 6,000.00				4,500.00	0.00
Subtotal							109,000.00	6,000.00
(Total of this page)								

Sheet **4** of **12** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E D E B T O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
		H W J C	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No. xxxxx6-003			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-							
			Value \$ 6,000.00				5,000.00	0.00
Account No. xxxxx6-004			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-							
			Value \$ 6,000.00				5,000.00	0.00
Account No. xxxxx6-006			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-							
			Value \$ 6,000.00				5,700.00	0.00
Account No. xxxxx6-007			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-							
			Value \$ 6,000.00				5,700.00	0.00
Account No. xxxxx6-008			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-							
			Value \$ 6,000.00				6,300.00	300.00
Subtotal (Total of this page)							27,700.00	300.00

 Sheet **5** of **12** continuation sheets attached to
 Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No. xxxxx6-009			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-		Value \$ 6,000.00				6,900.00	900.00
Account No. xxxxx6-010			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-		Value \$ 6,000.00				10,000.00	4,000.00
Account No. xxxxx6-011			(2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-		Value \$ 6,000.00				10,000.00	4,000.00
Account No. xxxxx3-005			Purchase Money (2) Thermo King Tripac Generators					
LCA Bank Corporation PO Box 1650 Troy, MI 48099	-		Value \$ 6,000.00				5,000.00	0.00
Account No. xxxx6985			1/29/2007 Purchase Money Security (3) 2007 Reitnouer 48' MaxLite Aluminum Flatbed Trailers Last Four Vin No: 8893, 8894, 8895					
LEAF PO Box 644006 Cincinnati, OH 45264	X -		Value \$ 90,000.00				57,000.00	0.00
Subtotal (Total of this page)							88,900.00	8,900.00

 Sheet 6 of 12 continuation sheets attached to
 Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			11/14/20069					
LEAF Financial PO Box 644006 Cincinnati, OH 45264		-	Purchase Money (2) 2007 Reitnouer 48 ft. Trailers Last Four VIN No: 8757, 8758				46,000.00	0.00
Value \$			50,000.00					
Account No. xxxx5964			10/3/2007					
Mericap P.O. Box 730547 Dallas, TX 75373		X -	Purchase Money (6) 2004 Reitnouer 48'X102' Flatbed Trailer Last Four Vin No: 0135, 0153, 0157, 0261, 0265, 0287				105,000.00	0.00
Value \$			114,000.00					
Account No. xxxx7045			7/18/2006					
Mericap P.O. Box 730547 Dallas, TX 75373		-	Purchase Money (5) 2007 Vanguard Dry Van Trailers Last Four Vin No: 2711, 2712, 1060, 2716, 2715				60,000.00	0.00
Value \$			75,000.00					
Account No.			LEAF PO Box 644006 Cincinnati, OH 45264					
Collecting for: Mericap								
Value \$								
Account No. 40006743			7/18/06					
Mericap Financial 1415 W. 22nd St. Oak Brook, IL 60523		X -	Purchase Agreement (5) 2007 Vanguard Dry Van Trailers Last Four Vin No: 2708, 2709, 1061, 1059, 2710				60,500.00	0.00
Value \$			75,000.00					
Subtotal							271,500.00	0.00
(Total of this page)								

 Sheet 7 of 11 continuation sheets attached to
 Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D , W I F E , J O I N T , O R C O M M U N I T Y	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Collecting for: Mericap Financial			LEAF PO Box 644006 Cincinnati, OH 45264					
			Value \$					
Account No. 07369547			9/13/2007					
Navistar Financial P.O. Box 96070 Chicago, IL 60693	X -		Purchase Money (4) 2007 Vanguard National Dry Van Trailers Last Four Vin No: 6757, 6758, 6759, 6760					
			Value \$ 86,868.00				66,000.00	0.00
Account No. x7332			3/4/2005					
Navistar Financial 6801 Gaylord Parkway, Ste. 203 Frisco, TX 75034 "C"	X -		Purchase Money (3) 2007 Vanguard National 53 ft. Trailers Last Four VIN No: 2974, 2962, 2963					
			Value \$ 61,560.00				15,800.00	0.00
Account No. x7933			12/14/2005					
Navistar Financial 6801 Gaylord Parkway, Ste. 203 Frisco, TX 75034 "C"	X -		Purchase Money (1) 2006 Vanguard Dry Van Trailer Last Four VIN No: 4469					
			Value \$ 20,089.00				7,150.00	0.00
Account No. x2650			7/11/2006					
Navistar Financial 6801 Gaylord Parkway, Ste. 203 Frisco, TX 75034	X -		Purchase Money (2) Vanguard National Dry Van Trailers Last Four VIN No: 1055, 1056					
			Value \$ 46,000.00				20,100.00	0.00
Subtotal							109,050.00	0.00
(Total of this page)								

 Sheet 8 of 11 continuation sheets attached to
 Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			10/26/2005					
Paccar P.O. Box 31001-7416 Pasadena, CA 91110	X	-	Purchase Money 2005 Peterbuilt Model 379 Last Four VIN No: 6262				40,000.00	0.00
			Value \$ 65,000.00					
Account No.			PACCAR Financial Corp PO Box 2144 Denton, TX 76202-2144					
Collecting for: Paccar								
			Value \$					
Account No.			12/15/2005					
PACCAR Financial Corp PO Box 2144 Denton, TX 76202-2144	X	-	Purchase Money (1) 2006 Peterbilt Model 379 Last Four VIN No: 8911				44,000.00	0.00
			Value \$ 70,000.00					
Account No.			10/12/2005					
PACCAR Financial Corp PO Box 2144 Denton, TX 76202-2144 "C"	X	-	Purchase Money (1) 2005 Peterbilt Model 379 Last Four VIN No: 6267				44,000.00	0.00
			Value \$ 65,000.00					
Account No. xxxx2952			4/30/2008 Security Interest (1) 2001 Wilson CFD-900 48 ft Drop Deck Trailer Last Four VIN No: 5984 Market Value: \$18,000					
People's Bank P.O. Box 7 Nickerson, KS 67561	-		(1) 2001 Big Tex Hot Shot Trailer				18,424.19	0.00
			Value \$ 25,500.00					
Subtotal (Total of this page)							146,424.19	0.00

Sheet **9** of **11** continuation sheets attached to
Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.		Vehicle Lease Agreement					
Three Way Leasing P.O. Box 9609 Bakersfield, CA 93389	-	2007 Chevrolet Silverado Truck Last Four VIN No: 3152					
		Value \$ 19,000.00				22,000.00	3,000.00
Account No.		Vehicle Lease Agreement					
Three Way Leasing PO Box 9609 Bakersfield, CA 93389	-	2005 Chevrolet Colorado Truck Last Four VIN No: 9148					
		Value \$ 9,500.00				6,700.00	0.00
Account No.		Vehicle Lease Agreement					
Three Way Leasing PO Box 9609 Bakersfield, CA 93389	-	2005 Chevrolet Colorado Truck Last Four VIN No: 2006					
		Value \$ 9,500.00				6,700.00	0.00
Account No.		Vehicle Lease Agreement					
Three Way Leasing PO Box 9609 Bakersfield, CA 93389	-	2004 Mitsubishi Fork Lift Last Four VIN No: 0239					
		Value \$ 7,500.00				10,500.00	3,000.00
Account No.		2/3/2006					
US Bancorp P.O. Box 790413 St. Louis, MO 63179	-	Purchase Money (1) 2006 Peterbilt Tractor, Model 379 Last Four VIN No: 6360					
		Value \$ 70,000.00				47,000.00	0.00
Sheet 10 of 11 continuation sheets attached to Schedule of Creditors Holding Secured Claims						Subtotal (Total of this page)	
						92,900.00	6,000.00

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.								
Collecting for: US Bancorp			US Bancorp Equipment Finance 13010 S.W. 68th Parkway Portland, OR 97223					
			Value \$					
Account No.			1/5/2006					
US Bancorp Equipment Finance 13010 S.W. 68th Parkway Portland, OR 97223		-	Purchase Money (1) 2005 Peterbilt Tractor, Model 379 Last Four VIN No: 4510					
			Value \$ 65,000.00				46,000.00	0.00
Account No. 18059-001			7/18/2006					
Western Finance P.O. Box 640 Devils Lake, ND 58301		X -	Purchase Money (2) 2007 Vanguard Dry Van 53 ft Last Four VIN No: 1057, 1058					
			Value \$ 30,000.00				23,800.00	0.00
Account No. xxxx9-003			3/02/2009					
Western Finance PO Box 640 Hwy 2 W Devils Lake, ND 58301		X -	Purchase Money (1) 2006 Wilson 48X102 Spread Air Combo Dropdeck Trailer Last Four VIN No: 1251					
			Value \$ 25,000.00				20,000.00	0.00
Account No.								
			Value \$					
Subtotal (Total of this page)							89,800.00	0.00
Total (Report on Summary of Schedules)							2,067,065.45	82,800.00

Sheet 11 of 11 continuation sheets attached to
Schedule of Creditors Holding Secured Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. America's Truck Wash 4301 Spaulding Court Bakersfield, CA 93313	-		2009 Services rendered			450.00
Account No. American Express Box 0001 Los Angeles, CA 90096	-		May 2009 Credit card purchases			10,880.70
Account No. Collecting for: American Express			American Express Customer Service PO Box 981535 El Paso, TX 79998-1531			
Account No. American Safety 3800 Fruitvale Ave Bakersfield, CA 93308	-		2009 Drug testing			350.00
Subtotal (Total of this page)						11,680.70

13 continuation sheets attached

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			2009 Repairs				
Angel's Trailer Repair P.O. Box 3249 Fontana, CA 92334		-					78.02
Account No.			2009 Purchase of supplies				
B & B Surplus 7020 Rosedale Hwy Bakersfield, CA 93308		-					1,263.37
Account No.			2008 Credit Card Purchases				
B of A Platinum Platinum Visa Business PO Box 15710 Wilmington, DE 19886		"C" -					16,116.50
Account No.			2009 Credit Card Purchases				
Bank of Sierra 4080 Coffee Road Bakersfield, CA 93309		-					24,417.01
Account No.			BS Card Services PO Box 790408 Saint Louis, MO 63179				
Collecting for: Bank of Sierra							
Sheet no. 1 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page) 41,874.90

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			2009				
CarQuest File 57318 Los Angeles, CA 63179	-		Purchase of parts				430.62
Account No.			2009				
Central Power Systems P.O. Box 877625 Kansas City, MO 64187	-		Services rendered				663.32
Account No.			2009				
Chains Required 825 Riverside Ave. #10 Paso Robles, CA 93446	-		Purchase of chains				1,537.75
Account No.			2009				
Chester Avenue Brake 19420 Colombo Bakersfield, CA 93308	-		Services rendered				312.59
Account No.			2009				
Chevron Credit Bank PO Box 530950 Atlanta, GA 30353-0950	-		Late charges and finance fees				49.93
Sheet no. 2 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							2,994.21

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community		C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			2009				
Chevron Texaco PO Box 70887 Charlotte, NC 28272		-	Purchase of fuel				342.01
Account No.			2009				
Citi Cards P.O. Box 6415 The Lakes, NV 88901		-	Credit card purchases				23,105.52
Account No.			CitiBank				
Collecting for: Citi Cards			Customer Service Box 6000 The Lakes, NV 89163-6000				
Account No.			2009				
Coverall Mountain & Supply 6430 Via Real #5 Carpinteria, CA 93013		-	Services rendered				350.00
Account No.			June 2009				
Crane's Waste 15412 Highway 178 Weldon, CA 93283		-	Services rendered				50.00
Subtotal (Total of this page)							23,847.53

Sheet no. 3 of 13 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			2008				
Daniel, Phillips & Vaughn 300 New Stine Rd. Bakersfield, CA 93309		-	Accounting services rendered				410.00
Account No.			2009				
Doonan Truck & Equipment 11118 W. Highway 54 Wichita, KS 67277		-	Truck warranty				1,798.82
Account No. Mxxx91-20			March 2009				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257		-	Lease payments				9,387.96
Account No. Mxxx91-19			March 2009				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-	Lease Payments				9,387.96
Account No. Mxx891-3			December 2008				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-	Lease Payments				20,236.51
Subtotal (Total of this page)							41,221.25

Sheet no. 4 of 13 sheets attached to Schedule of
Creditors Holding Unsecured Nonpriority Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Mxx891-4 EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257		X -	December 2008 Lease Payments				20,236.51
Account No. Mxx891-5 EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257		-	December 2008 Lease Payments				20,236.51
Account No. Mxx891-6 EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257		-	December 2008 Lease Payments				20,236.51
Account No. Mxx891-7 EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257		X -	December 2008 Lease Payments				19,853.61
Account No. Mxx891-8 EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257		X -	December 2008 Lease Payments				19,853.61
Sheet no. 5 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							100,416.75

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No. M-xx891-9			December 2008 Lease Payments				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-					19,853.61
Account No. M-xxx91-10			December 2008 Lease Payments				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-					19,853.61
Account No. Mxxx91-11			March 2009 Lease Payments				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-					10,311.88
Account No. Mxxx91-12			March 2009 Lease Payments				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-					10,311.88
Account No. M-xxx91-13			March 2009 Lease Payments				
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	X	-					9,387.96
Sheet no. 6 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							69,718.94

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. M-xxx91-14	X -		March 2009 Lease Payments				9,387.96
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257							
Account No. M-xxx91-15	X -		March 2009 Lease Payments				10,311.88
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257							
Account No. M-xxx91-16	X -		March 2009 Lease Payments				10,311.88
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257							
Account No. Mxxx91-17	-		March 2009 Lease Payments				9,387.76
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257							
Account No. Mxxx91-18	X -		March 2009 Lease Payments				10,311.88
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257							
Subtotal (Total of this page)							49,711.36

Sheet no. 7 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Fleetcard Fuels P.O. Box 81685 Bakersfield, CA 93380	-	2008 Purchase of fuel				1,077.95
Account No. Golden State Peterbilt 1450 S. Union Ave. Bakersfield, CA 93307	-	2009 Truck and equipment rental				4,970.18
Account No. Great Western Leasing 14212 Valley Blvd Fontana, CA 92335	-	Trailer repair				268.13
Account No. xx9778 HCC Surety Group 601 S. Figueroa St, Ste 1600 Los Angeles, CA 90017-5721	-	July 2009 ADDED Payment on Bond				10,000.00
Account No. ImageTech Advertising P.O. Box 80965 Bakersfield, CA 93380	-	2009 Purchase of Company Apparel				823.00
Sheet no. 8 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 17,139.26

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Jerry & Keith's 2814 Landco Bakersfield, CA 93308	-	2009 Purchase of Parts				6,770.11
Account No. Collecting for: Jerry & Keith's		Commercial Trade Incorporated P.O. Box 10389 Bakersfield, CA 93389-0389				
Account No. Joseph Butkiewicz 521 Montalvo Dr. Bakersfield, CA 93309	-	2009 Accounting Services				1,337.00
Account No. Kansasland Tire 29 West Sherman Hutchinson, KS 67501	-	2009 Purchase of Tires				875.50
Account No. Larry Vanderhoff Trucking 11609 Sheriac Wichita, KS 67206	-	Services rendered				12,789.35
Sheet no. 9 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) 21,771.96

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E D E B T O R	H U S B A N D , W I F E , J O I N T , O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			2008				
Law Offices of Terrence Werdell P.O. Box 12092 Bakersfield, CA 93389		-	Legal Services rendered				1,187.58
Account No.			2009				
Melo's Gas & Gear 4580 State Rd. Bakersfield, CA 93308		-	Purchase of Propane				701.19
Account No.			2009				
Michelin Cardmember P.O. Box 94014 Palatine, IL 60094		-	Credit Card Purchases				27,793.71
Account No.			Michelin Cardmember Services PO Box 15298 Wilmington, DE 19850-5298				
Collecting for: Michelin Cardmember							
Account No.			2009				
Mission Uniform 720 20th St. Bakersfield, CA 93301		-	Uniforms				1,499.43
Subtotal (Total of this page)							31,181.91

 Sheet no. **10** of **13** sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
 (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			2009 Purchase of Parts				615.20
NVB Equipment, Inc. P.O. Box 2367 Fresno, CA 93745		-					
Account No.			2009 Purchase of Parts				2,729.68
Pape Trucks 2900 Gibson St. Bakersfield, CA 93308		-					
Account No.			2009 Services rendered				1,897.75
Regions Interstate Dept 1265 Birmingham, AL 35287		-					
Account No.			2009 Advertising				132.73
Rural Messenger 115 S. Kansas Ave. Haven, KS 67543		-					
Account No.			2009 Services rendered				296.86
Safety-Kleen Systems 5400 Legacy Drive Plano, TX 75024		-					
Subtotal (Total of this page)							5,672.22

 Sheet no. 11 of 13 sheets attached to Schedule of
 Creditors Holding Unsecured Nonpriority Claims

 Subtotal
 (Total of this page)
5,672.22

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS
(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U A T E D	D I S P U T E D	AMOUNT OF CLAIM
			DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.			2009				
Sign Source P.O. Box 1382 Hutchinson, KS 67505		-	Purchase of Sign				820.50
Account No.			2009				
State Compensaion Insurance Fund P.O. Box 7854 San Francisco, CA 94120-7854		-	Worker's Comp audit				2,951.03
Account No.			2009				
TCI Tire Center 3451 Unicorn Rd. Bakersfield, CA 93308		-	Purchase of Tires				16,692.87
Account No.			2009				
Thermo King Inc. P.O. Box 2367 Fresno, CA 93745		-	Purchase of Parts				3,858.21
Account No.			2009				
Wayne's Printing 26 South Main Hutchinson, KS 67501		-	Purchase of Business Cards				78.15
Sheet no. <u>12</u> of <u>13</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							24,400.76

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS (Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No. Xtra Lease 4301 Southwest 134th St. Oklahoma City, OK 73173		-	2009 Lease of trailer				1,003.26
Account No. 							
Account No. 							
Account No. 							
Account No. 							
Sheet no. 13 of 13 sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims			Subtotal (Total of this page)				1,003.26
			Total (Report on Summary of Schedules)				442,635.01

AMENDED

In re **PRIDE TRANSPORTATION, INC.**Case No. **09-16328-B-11**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
@ Road Dept. 33209 San Francisco, CA 94139	Various Executory Contracts for GPS systems
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7581 Commencement date: 1/3/2009 Terms: 60 months @ \$2,133.63 per month Purchase Option: \$32,500.00 Lease No: M14891-20
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7580 Commencement date: 1/3/2009 Terms: 60 months @ \$2,133.63 per month Purchase Option: \$32,500.00 Lease No: M14891-19
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7579 Commencement date: 1/3/2009 Terms: 60 months @ \$2,343.61 per month Purchase Option: \$32,500.00 Lease No: M14891-18
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7578 Commencement date: 1/3/2009 Terms: 60 months @ \$2,133.63 per month Purchase Option: \$32,500.00 Lease No: M14891-17
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7577 Commencement date: 1/3/2009 Terms: 60 months @ \$2,343.61 per month Purchase Option: \$32,500.00 Lease No: M14891-16
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7576 Commencement date: 1/3/2009 Terms: 60 months @ \$2,343.61 per month Purchase Option: \$32,500.00 Lease No: M14891-15

AMENDED

In re **PRIDE TRANSPORTATION, INC.**

Case No. **09-16328-B-11**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7575 Commencement date: 1/3/2009 Terms: 60 months @ \$2,133.63 per month Purchase Option: \$32,500.00 Lease No: M14891-14
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7574 Commencement date: 12/3/2008 Terms: 60 months @ \$2,133.63 per month Purchase Option: \$32,500.00 Lease No: M14891-13
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7573 Commencement date: 1/3/2009 Terms: 60 months @ \$2,343.613 per month Purchase Option: \$32,500.00 Lease No: M14891-12
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2008 Peterbilt Tractor, Model 386 Last Four VIN No: 7572 Commencement date: 1/3/2009 Terms: 60 months @ \$2,343.61 per month Purchase Option: \$32,500.00 Lease No: M14891-11
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2007 Peterbilt Tractor, Model 386 Last Four VIN No: 1885 Commencement date: 1/1/2007 Terms: 60 months @ \$2,628.12 per month Purchase Option: \$22,570.00 Lease No: M14891-3
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2007 Peterbilt Tractor, Model 386 Last Four VIN No: 1886 Commencement date: 1/1/2007 Terms: 60 months @ \$2,628.12 per month Purchase Option: \$22,570.00 Lease No: M14891-4
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2007 Peterbilt Tractor, Model 386 Last Four VIN No: 1887 Commencement date: 1/1/2007 Terms: 60 months @ \$2,628.12 per month Purchase Option: \$22,570.00 Lease No: M14891-5

AMENDED

In re **PRIDE TRANSPORTATION, INC.**

Case No. **09-16328-B-11**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES
(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2007 Peterbilt Tractor, Model 386 Last Four VIN No: 1888 Commencement date: 1/1/2007 Terms: 60 months @ \$2,628.12 per month Purchase Option: \$22,570.00 Lease No: M14891-6
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2006 Peterbilt Tractor, Model 386 Last Four VIN No: 3926 Commencement date: 6/6/2007 Terms: 60 months @ \$2,578.39 per month Purchase Option: \$22,500.00 Lease No: M14891-7
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2006 Peterbilt Tractor, Model 386 Last Four VIN No: 3927 Commencement date: 6/6/2007 Terms: 60 months @ \$2,578.39 per month Purchase Option: \$22,500.00 Lease No: M14891-8
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2006 Peterbilt Tractor, Model 386 Last Four VIN No: 4086 Commencement date: 6/6/2007 Terms: 60 months @ \$2,578.39 per month Purchase Option: \$22,500.00 Lease No: M14891-9
EM Tharp, Inc. 15243 Rd 192 Porterville, CA 93257	2006 Peterbilt Tractor, Model 386 Last Four VIN No: 6895 Commencement date: 6/6/2007 Terms: 60 months @ \$2,578.39 per month Purchase Option: \$22,500.00 Lease No: M14891-10
HEW Rentals c/o Henry Wells 2421 N. Marine Rd. Stillwater, OK 74075	1500 square foot shop, 182 square foot office, and 6400 square foot yard located at 2417 N. Marine Rd. Ste 2 Stillwater, OK 74075 Commencement Date: 1/27/2009 Terms: 12 months @ \$1,060.00 per month
Kilgore Properties 7113 Copper Creek Way Bakersfield, CA 93308	Office, Shop and yard located at 800 Wilbeck Drive S. Hutchinson KS 67505 Terms: \$2,500 per month, month to month
Orangebelt Properties PO Box 80546 Bakersfield, CA 93380	Office, Shop and yard located at 18801 Highway 65, Bakersfield CA 93308 Terms: \$3,500.00 per month, month to month

AMENDED

In re **PRIDE TRANSPORTATION, INC.**

Case No. **09-16328-B-11**

Debtor

SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
Trinity, A Divivion of Bank of the West 475 Sansome St, 19th Floor San Francisco, CA 94111	2006 Peterbilt Tractor, Model 379 Last Four VIN No: 7145 Commencement date: 5/15/2006 Terms: 60 months @ \$1,984.15 per month Purchase Option: \$22,400 plus tax
Xerox P.O. Box 7405 Pasadena, CA 91109	Xerox Copy Machine Commencement date: 11/07/2008 Terms: 60 months @ \$125.82 per month, plus print charges of about \$250 per quarter Purchase Option: None

AMENDED

**United States Bankruptcy Court
Eastern District of California**

In re PRIDE TRANSPORTATION, INC.

Debtor(s)

Case No. 09-16328-B-11Chapter 11

STATEMENT OF FINANCIAL AFFAIRS

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

DEFINITIONS

"In business." A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

"Insider." The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

1. Income from employment or operation of business

None
☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$2,910,662.26	2009 YTD:
\$9,099,230.00	2008:
\$9,190,084.00	2007:

AMENDED

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2. Income other than from employment or operation of business

None ☒ State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
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3. Payments to creditors

None ☒ **Complete a. or b., as appropriate, and c.**

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS	AMOUNT PAID	AMOUNT STILL OWING
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None ☐ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
See Attached Exhibit "1"		\$0.00	\$0.00

None ☐ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND RELATIONSHIP TO DEBTOR	DATE OF PAYMENT	AMOUNT PAID	AMOUNT STILL OWING
Kilgore Properties 7113 Copper Creek Way Bakersfield, CA 93308 Owned by Principals of Debtor	\$2,500.00 per month paid on a month to month lease of non residential real property located at 800 Wilbeck Dr. S. Hutchinson, KS 67505	\$0.00	\$0.00

4. Suits and administrative proceedings, executions, garnishments and attachments

None ☒ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
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AMENDED

3

- None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
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5. Repossessions, foreclosures and returns

- None ☐ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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6. Assignments and receiverships

- None ☐ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☐ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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7. Gifts

- None ☐ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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8. Losses

- None ☐ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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AMENDED

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9. Payments related to debt counseling or bankruptcy

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Klein, DeNatale, et al 4550 California Ave, 2nd Floor Bakersfield, CA 93309	6/4/09	\$21,500.00 was paid by Debtor on 6/4/09. \$7,464.00 was withdrawn on 6/30/09 as payment for preparation of bankruptcy filing and pleadings. The balance of \$14,036.00 is being held in the attorney-client trust account pending approval of additional fees by the Bankruptcy Court.

10. Other transfers

- None ☐ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
See Attached Exhibit "2"		

- None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY

11. Closed financial accounts

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING

12. Safe deposit boxes

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY

13. Setoffs

- None ☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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14. Property held for another person

- None ☐ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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15. Prior address of debtor

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
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16. Spouses and Former Spouses

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

17. Environmental Information.

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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AMENDED

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- None ☒ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF
GOVERNMENTAL UNIT

DOCKET NUMBER

STATUS OR DISPOSITION

18 . Nature, location and name of business

- None ☐ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
Pride Transportation	7027	PO Box 81507 Bakersfield, CA 93380	Trucking	September 1, 2005 to present

- None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME

ADDRESS

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

19. Books, records and financial statements

- None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS

Shelly Gipson
14425 Wildheather Avenue
Bakersfield, CA 93314

Patricia Smith
216 Justin Court
Shafter, CA 93263

Johnson & Company
10062 W. Fairview Ave. #100
Boise, ID 83704-8115

DATES SERVICES RENDERED

Company Accountant 6/30/2008 to
present

Company Bookkeeper 10/01/2006 to
9/6/2008

CPA from April 2007 to present

AMENDED

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NAME AND ADDRESS
Greg Honegger
19475 Cavanugh Way
Bakersfield, CA 93314

DATES SERVICES RENDERED
CFO from April 2007 to present

- None ☐ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
Greg Honegger	19475 Cavanugh Way Bakersfield, CA 93314	Reviewed financial statements April 2007 to present
Johnson & Company	10062 W. Fairview Ave. #100 Boise, ID 83704-8115	Reviewed financial statements April 2007 to present
Shelly Gipson	14425 Wildheather Avenue Bakersfield, CA 93314	Prepared financial statements June 2008 to present

- None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME	ADDRESS
Johnson & Company	10062 W. Fairview Ave. #100 Boise, ID 83704-8115
Greg Honegger	19475 Cavanugh Way Bakersfield, CA 93314
Pride Transportation, Inc.	18801 Highway 65 Bakersfield, CA 93308

- None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS	DATE ISSUED
Bank of the Sierra 86 N. Main Street Porterville, CA 93257	2008 and 2009
US Bancorp Equipment Finance 13010 S.W. 68th Parkway Portland, OR 97223	2009
Alliance Funding Group 2099 S. State College Anaheim, CA 92806	2009

20. Inventories

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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AMENDED

8

21 . Current Partners, Officers, Directors and Shareholders

None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
------------------	--------------------	------------------------

None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

CORRECTED

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
James D. Kigore	President	
Norma J. Kilgore	Secretary/Treasurer	
Thomas Shanley	Vice President	
Gregory Honegger	CFO	
James & Norma Kilgore 2007 Family Trust	Stockholder	100% ownership interest

22 . Former partners, officers, directors and shareholders

None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
Patricia Smith	Former Secretary	10/01/06 to 9/6/08

23 . Withdrawals from a partnership or distributions by a corporation

None ☐ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
SEE ATTACHED EXHIBIT "3"		

24. Tax Consolidation Group.

None ☒ If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION	TAXPAYER IDENTIFICATION NUMBER (EIN)
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25. Pension Funds.

None ☐ If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)

AMENDED

10

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date **August 4, 2009**

Signature _____
James Kilgore
President

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571

EXHIBIT "1"

Payments made in the last 90 days

Pride Transportation

A & J Transportation	9732.35
AFS/IBEX - GL insurance payment	13678.46
AICCO - current insurance payment	5711.25
Anthem Blue Cross - ee insurance	24532
B & G Trucking	7529.4
Bank of the Sierra	17330.65
BB&T	6943.91
Delos	14067.4
Dillon Risk Mgmt - down payment - ins.	14538.85
Fallgatter Rhodes - insurance	12129
Golden State Peterbilt	14379.67
Interstate Registration - reimburse & pay	11245.83
I.S. Trucking	43947.85
Kansas Risk Mgmt - w/c insurance	14427.32
Kilgore Properties	7500
Klein DeNatale	21500
Larry Vanderhoff Trucking	7063.1
Michelin Cardmember Services	7402.62
National Interstate - Insurance	53370
Navistar	8957.34
Orangebelt Properties - Rent	10500
Paccar Financial	8355.4
Seoma, LLP	5800
Comdata/Speedco	11751.04
Steven Jones	16070.4
TCH - fuel	436893.51
US Bancorp	9073.16
Steve Wolf	55273.54

EXHIBIT "2"

Pride Transportation
Statement of Affairs

10a Other Transfers - Sale or Transfer of Equipment

date	Sold to	Traded in	Purchased	Purchase Amt
8/19/2008	Great Western Leasing 14212 Valley Blvd Fontana, CA 92335	Trailer #7429 Trailer #7430	Trailer #8268 Trailer #6563	\$26,000.00 \$24,000.00
1/3/2006	E.M. Tharp 15243 RD 192 Porterville, CA 93257		Truck # 572 Truck # 573 Truck # 574 Truck #575 Truck #576 Truck #577 Truck #578 Truck # 579 Truck # 580 Truck # 581	\$146,158.40 \$146,158.00 \$135,235.00 \$135,816.00 \$146,158.00 \$146,159.00 \$135,816.00 \$146,159.00 \$135,816.00 \$135,816.00
	These trucks were traded in for a total of \$119,910 Money was to go toward purchase of the new trucks	Truck #473 Truck # 085 Truck #482 Truck #960 Truck #494		
2/25/2009	Great Western Leasing 14212 Valley Blvd Fontana, CA 92335 Financing on this truck went through Western Financing	Trailer #5373	Trailer #1251	\$26,500.00

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Year Beginning 1/1/2009

Period Beginning 7/1/2008

Period Ending 7/4/2009

Account Range: 3040 to 3040

All Amounts

PRIDE TRANSPORTATION, INC.
GENERAL LEDGER
ACCOUNT DETAIL REPORT

Source	Date	Doc No/Ref	Customer/Vendor	BOL #
3040		Owner's Draw		
PURCH	07/01/08	7125 7/08	Cardmember Serv	
OPCHKS	07/09/08	ACH0709b	Anthem Blue Cro	
OPCHKS	07/14/08	7397	Bank of America	
PURCH	07/16/08	10438-57787	Car Quest	
PURCH	07/23/08	10438-58312	Car Quest	
PURCH	07/24/08	10438-58387	Car Quest	
PURCH	07/24/08	7/08	Citi Cards	
PURCH	07/25/08	07/08 7125	Cardmember Serv	
PURCH	07/25/08	10438-58453	Car Quest	
PURCH	07/28/08	10438-58603	Car Quest	
OPCHKS	07/29/08	1218	Norma Kilgore	
OPCHKS	08/08/08	Debit 8/8	Anthem Blue Cro	
OPCHKS	08/14/08	1328	Norma Kilgore	
PURCH	08/22/08	08/08	American Expres	
OPCHKS	08/22/08	1355	Barnes Custom E	
PURCH	08/22/08	8/08	Citi Cards	
PURCH	08/27/08	10438-60918	Car Quest	
PURCH	08/27/08	8/08 7133	Cardmember Serv	
PURCH	08/28/08	10438-60973	Car Quest	
PURCH	08/29/08	10438-61081	Car Quest	
PURCH	09/02/08	10438-61365	Car Quest	
OPCHKS	09/02/08	1415	Norma Kilgore	
PURCH	09/03/08	08/08 7125	Cardmember Serv	
PURCH	09/03/08	10438-61444	Car Quest	
PURCH	09/04/08	10438-61520	Car Quest	
OPCHKS	09/10/08	910 ach	Anthem Blue Cro	
OPCHKS	09/11/08	1488	Norma Kilgore	
PURCH	09/22/08	9/08	American Expres	
PURCH	09/22/08	9/08	American Expres	
PURCH	09/23/08	9/08	Citi Cards	
PURCH	10/01/08	10438-62860	Car Quest	
OPCHKS	10/13/08	1658	Countrywide Hom	
PURCH	10/22/08	10/08	American Expres	
PURCH	10/23/08	10/08	Citi Cards	
PURCH	10/29/08	10/08 7125	Bank of the Sie	
OPCHKS	10/30/08	1787	Car Quest	
OPCHKS	11/12/08	1817	Cash	
OPCHKS	11/20/08	1898	Cash	
PURCH	11/21/08	11/08	Citi Cards	
PURCH	11/23/08	11/08	American Expres	
PURCH	11/24/08	11/08 7125	Cardmember Serv	
PURCH	11/26/08	11/08	Cardmember Serv	
OPCHKS	11/26/08	1926	Cash	
GENJNL	11/29/08			
OPCHKS	12/01/08	1969	Countrywide Hom	
OPCHKS	12/10/08	2011	Countrywide Hom	

Withdrawals	Debit	Credit	Balance
	20766.14	0.00	20766.14
	2060.96		
	30.00		
	1345.88		
	251.78		
	99.91		
	18.75		
	2500.00		
	607.00		
	182.54		

Payments to
Credit the co.

Exhibit "3"

7/2/2009 2:44:53 PM

Year Beginning 1/1/2009

Period Beginning 7/1/2008

Account Range: 3040 to 3040

All Amounts

Period Ending 7/4/2009

PRIDE TRANSPORTATION, INC.

GENERAL LEDGER

ACCOUNT DETAIL REPORT

Page 1 of 1

Source	Date	Doc No/Ref	Customer/Vendor	BOL #
OPCHKS	12/12/08	2015	Cash	
PURCH	12/22/08	12/08 3317	Citi Cards	
PURCH	12/22/08	12/08 3317	Citi Cards	
PURCH	12/23/08	12/08	American Expres	
PURCH	12/29/08	12/08 7125	Cardmember Serv	
PURCH	12/29/08	12/08 7133	Cardmember Serv	
OPCHKS	12/31/08	2100	Cash	
GENJNL	01/01/09			
OPCHKS	01/15/09	2172	Countrywide Hom	
OPCHKS	01/16/09	2202	Cash	
PURCH	01/20/09	10438-71527	Car Quest	
PURCH	01/20/09	10438-71573	Car Quest	
PURCH	01/22/09	1/09	Citi Cards	
PURCH	01/22/09	Jan 08	American Expres	
CUSTPAY	02/02/09	160045558	PRIDE TRANSPORT	
OPCHKS	02/02/09	2249	Cash	
OPCHKS	02/16/09	2315	Countrywide Hom	
OPCHKS	02/19/09	2354	Cash	
OPCHKS	03/09/09	2398	Cash	
OPCHKS	03/19/09	2429	Countrywide Hom	
PURCH	03/23/09	March 09	Citi Cards	
GENJNL	04/03/09			
PURCH	04/07/09	03/09	Michelin Cardme	
PURCH	04/23/09	4/09	American Expres	
PURCH	05/07/09	05/09	Michelin Cardme	
OPCHKS	05/07/09	2665	Cash	
OPCHKS	05/19/09	2712	Cash	
PURCH	05/24/09	May 08	American Expres	
GENJNL	06/05/09			
OPCHKS	06/08/09	TCH 060809	TCH	
PURCH	06/22/09	07/09	Citi Cards	
GENJNL	06/24/09			
OPCHKS	06/24/09	TCH 0624	TCH	
PURCH	07/02/09	07/2009		
PURCH	07/02/09	07/2009		

Department	Equipment	Debit	Credit	Balance
Pride		200.00		
Pride		443.37		
Pride		395.42		
Pride		18.94		
Pride		750.00		
Pride		473.60		
Pride		41.02		
Pride		4.79		
Pride		313.95		
Pride		182.53		
Pride		362.00		
Pride		400.00		
Pride		200.00		
Pride		500.00		
Pride		136.85		
Pride		29.20		
Pride		20.89		
Pride		77.44		
Pride		700.00		
Pride		200.00		
Pride		52.96		
Pride		201.50		
Pride		68.76		
Pride		403.00		
Pride		130.05		
Pride		400.35		
Pride		38538.22		
3040 Total:				
Grand Total:				

~~10096.50~~ solo for you

22,355.79
62462.37

16,172.43
13158.03

to Norma
Jim.

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PAYROLL JOURNAL

Period Beginning 7/1/2008

Period Ending 7/4/2009

*Payroll
For Jan*

Item	Quantity	Amount	Adj. Wages	Acct No
SHATOM Shanley, Tom				
07/11/08 ACH-102				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Commission Pay	1.00	3761.88	0.00	5186
Federal Withholding	0.00	-1241.00	6261.88	2201
Kansas Withholding	0.00	-378.00	6261.88	2254
Medicare Admin	0.00	-90.80	6261.88	2203
Social Security Admi	0.00	-388.24	6261.88	2205
NET CHECK:		\$4,163.84		
07/22/08 1061				
Office Reimbursements	1.00	239.54	0.00	6615
NET CHECK:		\$239.54		
07/23/08 ACH07				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Federal Withholding	0.00	-298.94	2500.00	2201
Kansas Withholding	0.00	-110.00	2500.00	2254
Medicare Admin	0.00	-36.25	2500.00	2203
Social Security Admi	0.00	-155.00	2500.00	2205
NET CHECK:		\$1,899.81		
08/06/08 ACH-173				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Commission Pay	1.00	3013.58	0.00	5186
Federal Withholding	0.00	-1031.19	5513.58	2201
Kansas Withholding	0.00	-304.00	5513.58	2254
Medicare Admin	0.00	-79.95	5513.58	2203
Social Security Admi	0.00	-341.84	5513.58	2205
NET CHECK:		\$3,756.60		
08/19/08 ACH-212				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Federal Withholding	0.00	-298.94	2500.00	2201
Kansas Withholding	0.00	-110.00	2500.00	2254
Medicare Admin	0.00	-36.25	2500.00	2203
Social Security Admi	0.00	-155.00	2500.00	2205
NET CHECK:		\$1,899.81		
08/23/08 1065				
Office Reimbursements	1.00	306.50	0.00	6615
NET CHECK:		\$306.50		
09/03/08 ACH-930				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Commission Pay	1.00	3244.77	0.00	5186
Federal Withholding	0.00	-1095.92	5744.77	2201
Kansas Withholding	0.00	-319.00	5744.77	2254
Medicare Admin	0.00	-83.30	5744.77	2203
Social Security Admi	0.00	-356.18	5744.77	2205
NET CHECK:		\$3,890.37		
09/17/08 ACH-969				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Federal Withholding	0.00	-298.94	2500.00	2201
Kansas Withholding	0.00	-110.00	2500.00	2254
Medicare Admin	0.00	-36.25	2500.00	2203
Social Security Admi	0.00	-155.00	2500.00	2205
NET CHECK:		\$1,899.81		
10/03/08 ACH-1567				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Commission Pay	1.00	2996.51	0.00	5186
Federal Withholding	0.00	-1026.41	5496.51	2201
Kansas Withholding	0.00	-303.00	5496.51	2254
Medicare Admin	0.00	-79.70	5496.51	2203
Social Security Admi	0.00	-340.78	5496.51	2205
NET CHECK:		\$3,746.62		
10/17/08 1698				
Administrative Wages Regu	1.00	2500.00	0.00	6700
Federal Withholding	0.00	-298.94	2500.00	2201
Kansas Withholding	0.00	-110.00	2500.00	2254

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Period Beginning 7/1/2008

Period Ending 7/4/2009

	<u>Item</u>	<u>Quantity</u>	<u>Amount</u>	<u>Adj.Wages</u>	<u>Acct No</u>
CHATCM	Shanley, Tom				
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,899.81		
10/31/08	ACH-1647				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	4362.94	0.00	5186
	Federal Withholding	0.00	-1409.01	6862.94	2201
	Kansas Withholding	0.00	-391.00	6862.94	2254
	Medicare Admin	0.00	-99.51	6862.94	2203
	Social Security Admi	0.00	-425.50	6862.94	2205
	NET CHECK:		\$4,537.92		
11/14/08	ACH-1682				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-298.94	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,899.81		
11/28/08	1915				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-298.94	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,899.81		
12/12/08	2002				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	3282.05	0.00	5186
	Federal Withholding	0.00	-1106.36	5782.05	2201
	Kansas Withholding	0.00	-322.00	5782.05	2254
	Medicare Admin	0.00	-83.84	5782.05	2203
	Social Security Admi	0.00	-112.76	1818.70	2205
	NET CHECK:		\$4,157.09		
12/26/08	2077				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-298.94	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	0.00	0.00	2205
	NET CHECK:		\$2,054.81		
01/09/09	2140				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	3520.36	0.00	5186
	Federal Withholding	0.00	-1150.84	6020.36	2201
	Kansas Withholding	0.00	-337.00	6020.36	2254
	Medicare Admin	0.00	-87.30	6020.36	2203
	Social Security Admi	0.00	-373.26	6020.36	2205
	NET CHECK:		\$4,071.96		
01/23/09	2189				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-298.17	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,900.58		
02/06/09	2254				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	2138.65	0.00	5186
	Federal Withholding	0.00	-791.87	4638.65	2201
	Kansas Withholding	0.00	-248.00	4638.65	2254
	Medicare Admin	0.00	-67.26	4638.65	2203
	Social Security Admi	0.00	-287.60	4638.65	2205
	NET CHECK:		\$3,243.92		

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PAYROLL JOURNAL

Period Beginning 7/1/2008

Period Ending 7/4/2009

	<u>Item</u>	<u>Quantity</u>	<u>Amount</u>	<u>Adj.Wages</u>	<u>Acct No</u>
CHATOM	Shanley, Tom				
02/20/09	2344				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-298.17	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,900.58		
03/06/09	2374				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	4361.08	0.00	5186
	Federal Withholding	0.00	-1386.24	6861.08	2201
	Kansas Withholding	0.00	-391.00	6861.08	2254
	Medicare Admin	0.00	-99.49	6861.08	2203
	Social Security Admi	0.00	-425.39	6861.08	2205
	NET CHECK:		\$4,558.96		
03/18/09	2474				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-267.40	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,931.35		
04/03/09	2492				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	395.34	0.00	5186
	Federal Withholding	0.00	-326.70	2895.34	2201
	Kansas Withholding	0.00	-136.00	2895.34	2254
	Medicare Admin	0.00	-41.98	2895.34	2203
	Social Security Admi	0.00	-179.51	2895.34	2205
	NET CHECK:		\$2,211.15		
04/15/09	2615				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Federal Withholding	0.00	-267.40	2500.00	2201
	Kansas Withholding	0.00	-110.00	2500.00	2254
	Medicare Admin	0.00	-36.25	2500.00	2203
	Social Security Admi	0.00	-155.00	2500.00	2205
	NET CHECK:		\$1,931.35		
05/01/09	ACH-2230				
	Administrative Wages Regu	1.00	2500.00	0.00	6700
	Commission Pay	1.00	1524.10	0.00	5186
	Federal Withholding	0.00	-607.47	4024.10	2201
	Kansas Withholding	0.00	-208.00	4024.10	2254
	Medicare Admin	0.00	-58.35	4024.10	2203
	Social Security Admi	0.00	-249.49	4024.10	2205
	NET CHECK:		\$2,900.79		
05/15/09	ACH-2288				
	Administrative Wages Regu	1.00	1800.00	0.00	6700
	Federal Withholding	0.00	-162.40	1800.00	2201
	Kansas Withholding	0.00	-66.00	1800.00	2254
	Medicare Admin	0.00	-26.10	1800.00	2203
	Social Security Admi	0.00	-111.60	1800.00	2205
	NET CHECK:		\$1,433.90		
05/29/09	ACH-2346				
	Administrative Wages Regu	1.00	1800.00	0.00	6700
	Federal Withholding	0.00	-162.40	1800.00	2201
	Kansas Withholding	0.00	-66.00	1800.00	2254
	Medicare Admin	0.00	-26.10	1800.00	2203
	Social Security Admi	0.00	-111.60	1800.00	2205
	NET CHECK:		\$1,433.90		
06/12/09	ACH-2406				
	Administrative Wages Regu	1.00	1800.00	0.00	6700
	Commission Pay	1.00	792.91	0.00	5186
	Federal Withholding	0.00	-281.34	2592.91	2201

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PRIDE TRANSPORTATION, INC.
PAYROLL
PAYROLL JOURNAL

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Period Beginning 7/1/2008 Period Ending 7/4/2009

	<u>Item</u>	<u>Quantity</u>	<u>Amount</u>	<u>Adj.Wages</u>	<u>Acct No</u>
SHATOM	Shanley, Tom				
	Kansas Withholding	0.00	-116.00	2592.91	2254
	Medicare Admin	0.00	-37.60	2592.91	2203
	Social Security Admi	0.00	-160.76	2592.91	2205
	NET CHECK:		\$1,997.21		
	ACH-2458				
	Administrative Wages Regu	1.00	1800.00	0.00	6700
	Federal Withholding	0.00	-162.40	1800.00	2201
	Kansas Withholding	0.00	-66.00	1800.00	2254
	Medicare Admin	0.00	-26.10	1800.00	2203
	Social Security Admi	0.00	-111.60	1800.00	2205
	NET CHECK:		\$1,433.90		
	SHATOM TOTAL:		\$69,201.70		
	Administrative Wages Regular		62200.00	0.00	6700
	Commission Pay		33394.17	0.00	5186
	Office Reimbursements		546.04	0.00	6615
	Federal Withholding		-15165.27	95594.17	2201
	Kansas Withholding		-4861.00	95594.17	2254
	Medicare Admin		-1386.13	95594.17	2203
	Social Security Admi		-5526.11	89130.82	2205
	NET CHECK:		\$69,201.70		

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PRIDE TRANSPORTATION, INC.
ACCOUNTS PAYABLE
VENDOR TRANSACTION REPORT

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Period Beginning 7/1/2008 Period Ending 7/4/2009

<u>Doc No</u>	<u>Type</u>	<u>Date</u>	<u>UDF1</u>	<u>UDF2</u>	<u>UDF3</u>	
SHANLEY T	Tom R. Shanley					\$0.00
1071	OPCHECK	10/16/08				-306.00
1082	OPCHECK	12/15/08				-50.00
1087	OPCHECK	12/23/08				-392.69
1089	OPCHECK	01/01/09				-496.40
1093	OPCHECK	01/13/09				-134.45
1098	OPCHECK	02/13/09				-466.35
PERIOD BALANCE:						(\$1,895.89)
TOTAL:						(\$1,895.89)

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ERIDE TRANSPORTATION, INC.
ACCOUNTS PAYABLE
VENDOR TRANSACTION REPORT

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Period Beginning 7/1/2008 Period Ending 7/4/2009

<u>Doc No</u>	<u>Type</u>	<u>Date</u>	<u>UDF1</u>	<u>UDF2</u>	<u>UDF3</u>	
GREG CPA	Gregory W. Honegger CPA					\$0.00
1657	OPCHECK	10/13/08				-1000.00
1384	PURCH	11/01/08				1000.00
1406	PURCH	11/01/08				1000.00
1384	OPCHECK	11/18/08				-1000.00
1428	PURCH	12/01/08				1000.00
2122	OPCHECK	01/02/09				-1000.00
1478	PURCH	02/02/09				750.00
1525	PURCH	04/01/09				750.00
04/09	PURCH	05/03/09				750.00
2830	OPCHECK	06/02/09				-1500.00
PERIOD BALANCE:						\$750.00
TOTAL:						\$750.00

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PRIDE TRANSPORTATION, INC.
ACCOUNTS PAYABLE
VENDOR TRANSACTION REPORT

Page 1 of 1

Period Beginning 7/1/2008 Period Ending 7/4/2009

<u>Doc No</u>	<u>Type</u>	<u>Date</u>	<u>UDF1</u>	<u>UDF2</u>	<u>UDF3</u>
KILGORE PR	Kilgore Properties				
07/08	PURCH	07/01/08			
1173	OPCHECK	07/17/08			-2500.00
1428	OPCHECK	09/02/08			-2500.00
1484	OPCHECK	09/11/08			-2500.00
1705	OPCHECK	10/21/08			-2500.00
1839	OPCHECK	11/12/08			-2500.00
2051	OPCHECK	12/16/08			-2500.00
2127	OPCHECK	01/02/09			-2500.00
2278	OPCHECK	02/06/09			-2500.00
2561	OPCHECK	04/15/09			-2500.00
2721	OPCHECK	05/22/09			-2500.00
2858	OPCHECK	06/22/09			-2500.00

PERIOD BALANCE: (\$25,000.00)
TOTAL: (\$27,500.00)

B of A Platinum
Platinum Business Visa
PO Box 15710
Wilmington DE 19886

HCC Surety Group
601 S. Figueroa St, Ste. 1600
Los Angeles CA 90017-5721